



UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO

In re:

PG&E CORPORATION

- and -

PACIFIC GAS AND ELECTRIC  
COMPANY,

Debtors.

Chapter 11  
DENNIS MONTALI  
U.S. Bankruptcy Judge  
(Lead Case)

(Jointly Administered)

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

\*All papers shall be filed in the Lead Case,  
No. 19-30088 (DM).

**ORDER APPROVING THE SECOND,  
THIRD AND FOURTH INTERIM  
APPLICATIONS OF FTI CONSULTING,  
INC. FOR ALLOWANCE AND PAYMENT  
OF COMENSATION AND  
REIMBURSEMENT OF EXPENSES FOE  
THE PERIOD JUNE 1, 2019 THROUGH  
MAY 31, 2020**

**Related Dkt. Nos. 4734, 6280 and 8414**

Upon consideration of the: (i) *Second Interim Application of FTI Consulting, Inc. for Allowance and Payment of Compensation and Reimbursement of Expenses for the Period June 1, 2019 through September 30, 2019* (the "Second Application") [Docket No. 4734], filed on November 14, 2019; (ii) *Third Interim Application of FTI Consulting, Inc. for Allowance and Payment of Compensation and Reimbursement of Expenses for the Period October 1, 2019 through January 31, 2020* (the "Third Application") [Docket No. 6280], filed on March 13, 2020; and (iii) *Fourth Interim Application of FTI Consulting, Inc. for Allowance and Payment of Compensation and Reimbursement of Expenses for the Period February 1, 2020 through May 31, 2020* (the "Fourth Application") and together with the Second Application and the Third

1 Application, the “Applications”) [Docket No. 8414], filed on July 15, 2020, each by FTI  
2 Consulting, Inc. (“FTI”), as financial advisor to the official committee of unsecured creditors (the  
3 “Committee”) of the above captioned debtors and debtors in possession (collectively, the  
4 “Debtors”), pursuant to the *Order Pursuant to 11 U.S.C. §§ 331 and 105(a) and Fed. R. Bankr. P.*  
5 *2016 for Authority to Establish Procedures for Interim Compensation and Reimbursement of*  
6 *Expenses of Professionals* (the “Interim Compensation Order”) [Docket No. 701] and the *Amended*  
7 *Order Granting Fee Examiner’s Motion to Approve Fee Procedures* (the “Fee Procedures Order”) [Docket No. 5168], the Court finds that: (a) it has jurisdiction over the matters raised in the  
8 Applications pursuant to 28 U.S.C. § 1334; (b) this is a core proceeding pursuant to 28 U.S.C. §  
9 157(b); (c) the fees and expenses requested in the Applications are reasonable, necessary, and  
10 beneficial to the Debtors’ estates and should be allowed; (d) proper and adequate notice of the  
11 Applications and hearing thereon has been given, no objections to the Applications having been  
12 filed, and no other or further notice is required; and (e) good and sufficient cause exists for granting  
13 the relief herein; and that, pursuant to the Fee Procedures Order, FTI and Bruce A. Markell, the  
14 fee examiner appointed in these chapter 11 cases (the “Fee Examiner”), have engaged in arm’s  
15 length settlement discussions regarding FTI’s fees and expenses, which has resulted in an  
16 agreement regarding an overall reduction in the amount of compensation and expenses set forth  
17 herein; and after due deliberation upon the Applications, and in connection with the Interim  
18 Compensation Order and Fee Procedure Order, and all other relevant proceedings before the Court  
19 in connection with the Applications; and upon the full record of all proceedings in this case; and  
20 sufficient cause having been shown therefor,

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22 **IT IS HEREBY ORDERED THAT:**

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26 1. The Applications are granted and approved as set forth herein.  
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1           2.       FTI shall be allowed interim compensation of fees and reimbursement of  
2 expenses for services rendered on behalf of the Committee: (i) for the period of June 1, 2019  
3 through September 30, 2019 (the "Second Compensation Period") in a total amount of  
4 \$5,956,223.54,<sup>1</sup> consisting of \$5,895,822.00 in fees and \$60,401.54 for the reimbursement of  
5 expenses; (ii) for the period of October 1, 2019 through January 31, 2020 (the "Third  
6 Compensation Period") in a total amount of \$3,864,490.88,<sup>2</sup> consisting of \$3,845,398.50 in fees  
7 and \$19,092.38 for the reimbursement of expenses; and (iii) for the period of February 1, 2020  
8 through May 31, 2020 (the "Fourth Compensation Period" and together with the Second  
9 Compensation Period and the Third Compensation Period, the "Compensation Periods") in a total  
10 amount of \$2,442,499.15,<sup>3</sup> consisting of \$2,428,251.00 in fees and \$14,248.15 for the  
11 reimbursement of expenses.  
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14           3.       To the extent not already paid pursuant to the Interim Compensation Order,  
15 the Debtors are authorized and directed to pay FTI \$12,263,213.57, consisting of one hundred  
16 percent (100%) of the fees and one hundred percent (100%) of the expenses outstanding for  
17 services rendered and expenses incurred during the Compensation Periods.  
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19           3. This Court shall retain jurisdiction to hear and determine all matters arising from  
20 or related to the implementation, interpretation, or enforcement of this Order.  
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22                               \*\* END OF ORDER \*\*  
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27       <sup>1</sup>   Such amount reflects a reduction agreed to with the Fee Examiner.

28       <sup>2</sup>   Such amount reflects a reduction agreed to with the Fee Examiner.

<sup>3</sup>   Such amount reflects a reduction agreed to with the Fee Examiner.